

RECORDATION NO. 8595-A

JAN 21 1977 1 53 PM

INTERSTATE COMMERCE COMMISSION

RELEASE

THIS RELEASE, dated as of January 20, 1977, by and between MERCANTILE NATIONAL BANK AT DALLAS, a national banking association incorporated and existing under the laws of the United States (hereinafter called "Bank"), and RICHMOND LEASING COMPANY, a corporation duly organized and existing under the laws of the State of Delaware (hereinafter called "RLC"):

W I T N E S S E T H:

WHEREAS, the Bank and RLC have previously entered into an Assignment and Security Agreement dated as of November 30, 1976, and filed with the Interstate Commerce Commission at 11:05 a.m. on November 30, 1976, under Recordation No. 8595 (hereinafter the "Security Agreement"), pursuant to which Security Agreement (i) RLC granted to the Bank a security interest in and chattel mortgage of certain railroad equipment (the "Equipment") described in Exhibit A to the Security Agreement and in Exhibit A hereto and (ii) RLC assigned to the Bank all of RLC's right, title and interest as lessor in, to and under the leases (the "Leases") described in Exhibit A to the Security Agreement and in Exhibit A hereto,

all of the foregoing as security for the payment and performance of RLC's obligation under a promissory note (the "Note") of RLC payable to the order of the Bank in the principal amount of \$2,450,000 and more fully described in the Security Agreement;

WHEREAS, the obligations of RLC under the Note and the Security Agreement have been discharged and satisfied in full, and RLC and the Bank desire to release and terminate the security interest, chattel mortgage, and assignment granted and made in the Security Agreement;

NOW, THEREFORE, in consideration of the premises and the mutual covenants and promises herein contained, the Bank and RLC hereby agree as follows:

The Bank hereby releases the security interest in and chattel mortgage on the Equipment granted by the Security Agreement and further releases any right, title and interest which it has pursuant to the Security Agreement in, to and under the Leases. The Security Agreement is hereby terminated, and the Equipment and the Leases are no longer subject in any way to the Security Agreement or to the rights of the Bank or the holders of the Note under the Security Agreement.

IN WITNESS WHEREOF, the Bank and RLC have caused their names to be signed hereto by their respective officers thereunto duly authorized and their respective corporate

seals, duly attested, to be hereunto affixed effective as of the date first above written.

MERCANTILE NATIONAL BANK
AT DALLAS

By

Donald J. Needham
Donald J. Needham, Assistant Vice President

ATTEST:

John A. Depari
(SEAL)

RICHMOND LEASING COMPANY

By

Glen A. Wilsch

ATTEST:

Glenn Lusk
(SEAL)

THE STATE OF TEXAS §

COUNTY OF DALLAS §

On this the 19th day of January, 1977, before me personally appeared Donald J. Needham, known to me personally, who, being by me duly sworn says that he is an Assistant Vice President of Mercantile National Bank at Dallas, that one of the seals affixed to the foregoing instrument is the corporate seal of said bank, that said instrument was signed and sealed on behalf of said bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said bank.

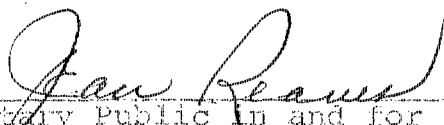
Sandra L. Gurnea
Notary Public in and for
Dallas County, T E X A S

THE STATE OF TEXAS §

COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared GLENN A. WELSCH, President of Richmond Leasing Company, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and consideration therein expressed, and in the capacity therein stated and as the act and deed of said corporation.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 19 day of January, 1977.



Notary Public in and for
Harris County, T E X A S

EXHIBIT A

RICHMOND LEASING COMPANY

DESCRIPTION OF EQUIPMENT AND LEASES

<u>Lessee</u>	<u>Quantity</u>	<u>Class</u>	<u>Capacity in Gallons</u>	<u>Initialed and Car Numbers</u>	<u>Maximum Cost</u>	<u>Term of Lease</u>	<u>Date of Earliest Service</u>	<u>Monthly Rental</u>
Velsicol Chemical	16	DOT111A100W1	16,000	RTMX 1614-1629 ✓	\$ 559,624	144 mos.	Oct. 1976	\$ 5,616
Chemtech Industries	4	DOT111A100W5	20,800	RTMX 2667-2670	\$ 140,076	60 mos.	Oct. 1976	\$ 1,560
PPG Industries	4	DOT111A100W5	20,800	RTMX 2671-2674	\$ 140,076	60 mos.	Oct. 1976	\$ 1,528
Translease Corp.	10	DOT105A300W	33,730	RTMX 3460-3469	\$ 469,500	60 mos. (1)	Oct. 1976	\$ 5,100
Mobil Oil Corp.	25	DOT105A300W	33,750	RTMX 3535-3559	\$1,181,425	144 mos. (2)	Oct. 1976	\$12,550
Mobay Chemical Corp.	15	DOT111A100W3	23,500	RTMX 2462-2476	\$ 579,150	60 mos.	Nov. 1976	\$ 5,745

(1) Cancellation option after 36 months.

(2) Cancellation option after 36 and 60 months.